

NOW THEREFORE, BE IT RESOLVED, that the Company is hereby authorized and directed to enter into the Plea Agreement and Settlement Agreements;

FURTHER RESOLVED, that the Company is authorized and directed to plead guilty to the charges specified in the Information related to the Company;

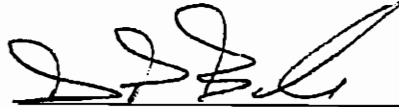
FURTHER RESOLVED, that pursuant to Section 5.1 of the Plan of Dissolution, the Trustee and/or his duly authorized representatives or attorneys, shall take all actions and deliver any agreements, certificates and documents and instruments with respect to or contemplated by the matters set forth above, including, without limitation, the payment of all amounts, fees, costs and other expenses, necessary or appropriate to effectuate the purpose and intent of the foregoing resolutions and to effectuate and implement the resolutions contemplated hereby;

FURTHER RESOLVED, that any actions taken by Trustee or his duly authorized representatives or attorneys, prior to the adoption of this resolution, that are within the authority conferred hereby, are fully ratified, confirmed and approved as the act and deed of the Company. ✓

IN WITNESS WHEREOF, the undersigned has executed this Consent as of the 26 of October, 2010.

Signed for and on behalf of
SB Pharmco Puerto Rico, Inc.

By:


Desmond P. Burke, Trustee

